

What Is Claimed Is:

1. A method for structuring an equity issue comprising:
 - (a) establishing a holding company as an owner of a closed block business entity, wherein the holding company is a subsidiary of a parent company and further wherein an on-going business is a subsidiary of the parent company;
 - (b) representing an on-going business by a first class of common stock issued from the parent company;
 - (c) issuing a second class of common stock in the parent company, wherein the second class of common stock represents an ownership interest in the closed block business entity and wherein the closed block business entity has a business growth that is less than the business growth of on-going business; and
 - (d) classifying proceeds received from the issuance of the second class of common stock as assets of the on-going business.
2. A method for structuring an equity issue comprising:
 - (a) establishing a holding company as an owner of a closed block business entity, wherein the holding company is a subsidiary of a parent company and further wherein an on-going business is a subsidiary of the parent company;
 - (b) representing an on-going business by a first class of common stock issued from the parent company;
 - (c) issuing a second class of common stock in the parent company, wherein the second class of common stock represents an ownership interest in the closed block business entity and wherein the closed block business entity has a business margin that is less than the business margin of the on-going business; and
 - (d) classifying proceeds received from the issuance of the second class of common stock as assets of the on-going business.
3. A method for structuring an equity issue comprising:
 - (a) establishing a holding company as an owner of a closed block business entity, wherein the holding company is a subsidiary of a parent company and further wherein an on-going business is a subsidiary of the parent company;
 - (b) representing an on-going business by a first class of common stock issued from the parent company;

(c) issuing a second class of common stock in the parent company, wherein the second class of common stock represents an ownership interest in the closed block business entity and wherein the closed block business entity is a lower growth and lower margin business than the on-going business; and

(d) classifying proceeds received from the issuance of the second class of common stock as assets of the on-going business.

4. The method of claim 1, further comprising:

(e) issuing debt from the holding company, wherein: the debt is issued for raising capital for the parent company and the capital is provided to the on-going business ; and the debt is serviceable from the cash flow of the closed block business entity and the debt has limited recourse only to the closed block business entity.

5. The method of claim 2, further comprising:

(e) issuing debt from the holding company, wherein: the debt is issued for raising capital for the parent company and the capital is provided to the on-going business;

and the debt is serviceable from the cash flow of the closed block business entity and the debt has limited recourse only to the closed block business entity.

6. The method of claim 3, further comprising:

(e) issuing debt from the holding company, wherein: the debt is issued for raising capital for the parent company and the capital is provided to the on-going business;

and the debt is serviceable from the cash flow of the closed block business entity and the debt has limited recourse only to the closed block business entity.

7. The method of claim 1, wherein said first class of stock is a common stock.

8. The method of claim 1, wherein said second class of stock is a second class of common stock.

9. The method of claim 1, wherein said second class of stock is a preferred class of stock.

10. The method of claim 1, wherein said second class of stock is convertible into said first class of stock.

11. The method of claim 1, wherein said second class of stock is convertible into said first class of stock at the discretion of the parent company.

12. The method of claim 1, wherein said second class of stock is convertible into said first class of stock at a premium conversion rate.

13. The method of claim 1, wherein said second class of stock is convertible into said first class of stock upon the occurrence of at least one of a merger, an acquisition, and a change of control, involving the parent company.

14. The method of claim 1, wherein said second class of stock is convertible into said first class of stock upon the expiration of a holding time period.

15. The method of claim 1, wherein the parent company owns a 100% interest in the holding company.

16. The method of claim 1, wherein the holding company owns a 100% interest in said closed block business entity.

17. The method of claim 2, wherein said first class of stock is a common stock.

18. The method of claim 2, wherein said second class of stock is a second class of common stock.

19. The method of claim 2, wherein said second class of stock is a preferred class of stock.

20. The method of claim 2, wherein said second class of stock is convertible into said first class of stock.

21. The method of claim 2, wherein said second class of stock is convertible into said first class of stock at the discretion of the parent company.

22. The method of claim 2, wherein said second class of stock is convertible into said first class of stock at a premium conversion rate.

23. The method of claim 2, wherein said second class of stock is convertible into said first class of stock upon the occurrence of at least one of a merger, an acquisition, and a change of control, involving the parent company.

24. The method of claim 2, wherein said second class of stock is convertible into said first class of stock upon the expiration of a holding time period.

25. The method of claim 2, wherein the parent company owns a 100% interest in the holding company.

26. The method of claim 2, wherein the holding company owns a 100% interest in said closed block business entity.

27. The method of claim 3, wherein said first class of stock is a common stock.

28. The method of claim 3, wherein said second class of stock is a second class of common stock.

29. The method of claim 3, wherein said second class of stock is a preferred class of stock.

30. The method of claim 3, wherein said second class of stock is convertible into said first class of stock.

31. The method of claim 3, wherein said second class of stock is convertible into said first class of stock at the discretion of the parent company.

32. The method of claim 3, wherein said second class of stock is convertible into said first class of stock at a premium conversion rate.

33. The method of claim 3, wherein said second class of stock is convertible into said first class of stock upon the occurrence of at least one of a merger, an acquisition, and a change of control, involving the parent company.

34. The method of claim 3, wherein said second class of stock is convertible into said first class of stock upon the expiration of a holding time period.

35. The method of claim 1, wherein the parent company owns a 100% interest in the holding company.

36. The method of claim 1, wherein the holding company owns a 100% interest in said closed block business entity.

37. The method of claim 1, wherein closed block business entity is an insurance business entity selected from the group consisting of at least one of an insurance company, a mutual insurance company, and a mutual life insurance company, an insurance business unit, a mutual insurance business unit, and a mutual life insurance business unit.

38. A method for structuring an equity issue comprising:

(a) owning a closed block business entity by a holding company, wherein the holding company is a subsidiary of a parent company and further wherein an on-going business is a subsidiary of the parent company;

(b) representing an on-going business by a first class of common stock issued from the parent company;

(c) representing a second class of common stock in the parent company, wherein the second class of common stock represents an ownership interest in the closed block business entity and wherein the closed block business entity has a business growth that is less than the business growth of on-going business; and

(d) classifying proceeds received from the issuance of the second class of common stock as assets of the on-going business.

39. A method for structuring an equity issue comprising:

(a) owning a closed block business entity by a holding company, wherein the holding company is a subsidiary of a parent company and further wherein an on-going business is a subsidiary of the parent company;

(b) representing an on-going business by a first class of common stock issued from the parent company;

(c) representing a second class of common stock in the parent company, wherein the second class of common stock represents an ownership interest in the closed block business entity and wherein the closed block business entity has a business margin that is less than the business margin of the on-going business; and

(d) classifying proceeds received from the issuance of the second class of common stock as assets of the on-going business.

40. A method for structuring an equity issue comprising:

(a) owning a closed block business entity by a holding company, wherein the holding company is a subsidiary of a parent company and further wherein an on-going business is a subsidiary of the parent company;

(b) representing an on-going business by a first class of common stock issued from the parent company;

(c) representing a second class of common stock in the parent company, wherein the second class of common stock represents an ownership interest in

the closed block business entity and wherein the closed block business entity has a business margin and growth that is less than the business margin of the on-going business; and

(d) classifying proceeds received from the issuance of the second class of common stock as assets of the on-going business.

41. A method for structuring an equity issue comprising:

(a) owning a closed block business entity by a holding company, wherein the holding company is a subsidiary of a parent company and further wherein an on-going business is a subsidiary of the parent company;

(b) representing an on-going business by a first class of common stock issued from the parent company;

(c) representing a second class of common stock in the parent company, wherein the second class of common stock represents an ownership interest in the closed block business entity and wherein the closed block business entity is a traditionally risky or controversial business sector; and

(d) classifying proceeds received from the issuance of the second class of common stock as assets of the on-going business for financial reporting reasons.

42. The method of claim 38, further comprising:

(e) obligating the holding company with debt, wherein the debt has limited recourse only to the closed block business entity and wherein the debt is issued for raising capital for the parent company and the capital is provided to the on-going business; and

(f) servicing the debt from the cash flow of the closed block business entity.

43. The method of claim 39, further comprising:

(e) obligating the holding company with debt, wherein the debt has limited recourse only to the closed block business entity and wherein the debt is issued for raising capital for the parent company and the capital is provided to the on-going business; and

(f) servicing the debt from the cash flow of the closed block business entity.

44. The method of claim 40, further comprising:

(e) obligating the holding company with debt, wherein the debt has limited recourse only to the closed block business entity and wherein the debt is issued for raising capital for the parent company and the capital is provided to the on-going business; and

(f) servicing the debt from the cash flow of the closed block business entity.

45. The method of claim 41, further comprising:

(e) obligating the holding company with debt, wherein the debt has limited recourse only to the closed block business entity and wherein the debt is issued for raising capital for the parent company and the capital is provided to the on-going business; and

(f) servicing the debt from the cash flow of the closed block business entity.